# **EXHIBIT A**

# IN THE UNITED STATES BANKRUPTCY COURT

#### FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
W. R. GRACE & CO., et al., 1	) ) )	Case No. 01-1139 (JKF) Jointly Administered
Debtors.	)	Objection Date: May 5, 2014 4:00 P.M.
		Hearing Deadline: to be scheduled, if necessary

### SEVENTY EIGHTH MONTHLY FEE APPLICATION OF NORTON ROSE FULBRIGHT CANADA LLP2 FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD FROM OCTOBER 1, 2013 THROUGH TO OCTOBER 31, 2013

Name of Applicant:	Norton Rose Fulbright Canada LLP ("NR")
Authorized to Provide Professional Services to:	W.R. Grace & Co., et al., Debtors and Debtors
A Tallion 1200 to 1200	in Possession
Date of Retention:	Retention Order entered and effective as of
Duto of Acotomical	December 18, 2006
Period for which Compensation and	October 1, 2013 through to and including
Reimbursement is Sought:	October 31, 2013
Amount of Compensation Sought as Actual,	\$498.00
Reasonable and Necessary:	
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary	\$1.20

This is a: $\underline{X}$ monthly	interim	final application.
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<sup>2</sup> Ogilvy Renault LLP joined the Norton Rose Group on June 1, 2011 to continue as Norton Rose OR LLP. On January 1, 2012 Macleod Dixon LLP joined the Norton Rose Group and, as such, Norton Rose OR LLP and Macleod Dixon changed their names to continue as Norton Rose Canada LLP. On June 1, 2013 Fulbright & Jaworski LLP joined the Norton Rose Group, and, as such, Norton Rose Canada LLP has changed its names to continue as Norton Rose Fulbright Canada LLP.

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alcwife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food' N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (t/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homeo International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a. British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

The total time expended for preparation of this fee application is approximately two (2) hours and the corresponding estimated compensation requested is approximately \$520.00<sup>3</sup>. This is NR's monthly application for interim compensation of services for the interim fee period October 1, 2013 to October 31, 2013 (the "Fee Period").

## PRIOR APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees <sup>4</sup>	Approved Expenses
03/16/07	10/17/06-01/31/07	\$102,612.50	\$665.48	\$82,090.00	\$665.48
04/24/07	02/01/07-02/28/07	\$45,825.50	\$328.67	n/a	\$328.67
05/10/07 <sup>5</sup>	02/01/07-02/28/07	\$97.50	\$0.00	\$36,738.40	n/a
05/10/07	03/01/07-03/31/07	\$57,662.00	\$5,125.70	\$46,129.60	\$5,125.70
06/08/07	04/01/07-04/30/07	\$47,014.00	\$1,540.51	\$37,611.20	\$1,540.51
06/27/07	05/01/07-05/31/07	\$21,853.00	\$296.98	\$17,482.40	\$296.98
08/03/07	06/01/07-06/30/07	\$34,799.00	\$2,223.81	\$27,839.20	\$2,223.81
08/28/07	07/01/07-07/31/07	\$85,426.50	\$206.43	\$68,341.20	\$206.43
09/24/07	08/01/07-08/31/07	\$74,819.50	\$335.00	\$59,855.60	\$335.00
11/08/07	09/01/07-09/30/07	\$104,938.00	\$104,661.80	\$83,950.40	\$104,661.80
11/20/07	10/01/07-10/31/07	\$87,103.50	\$488.03	\$69,682.80	\$488.03
01/11/08	11/01/07-11/30/07	\$77,944.00	\$6,166.86	\$62,355.20	\$6,166.86
01/28/08	12/01/07-12/31/07	\$8,348.50	\$99.93	\$6,678.80	\$99.93
02/28/08	01/01/08-01/31/08	\$10,198.50	\$88.70	\$8,158.80	\$88.70
04/01/08	02/01/08-02/29/08	\$24,299.50	\$449.80	\$19,439.60	\$449.80
04/24/08	03/01/08-03/31/08	\$45,098.50	\$1,296.53	\$36,078.80	\$1,296.53
05/15/08	04/01/08-04/30/08	\$50,569.50	\$2,757.72	\$40,455.60	\$2,757.72
06/20/08	05/01/08-05/31/08	\$87,505.50	\$1,965.87	\$70,004.40	\$1,965.87
07/31/08	06/01/08-06/30/08	\$64,835.50	\$316.78	\$51,868.40	\$316.78
08/26/08	07/01/08-07/31/08	\$56,187.00	\$76.66	\$44,949.60	\$76.66
09/22/08	08/01/08-08/31/08	\$107,954.50	\$573.95	\$86,363.60	\$573.95
10/31/08	09/01/08-09/30/08	\$223,082.00	\$3,009.77	\$178,465.60	\$3,009.77

<sup>&</sup>lt;sup>3</sup> The actual number of hours expended preparing this Application and the corresponding compensation requested will be set forth in NR's subsequent fee applications.

<sup>&</sup>lt;sup>4</sup> The "Approved Fees" amount represents 80% of the fees requested by NR.
<sup>5</sup> This application was filed as a "corrected" second monthly fee application to replace and correct errors related to the amount of compensation sought pursuant to the original second monthly fee application (the "Original Second Monthly") filed on April 24, 2007. The corrected second monthly fee application requests an additional \$97.50 on top of what was requested in the Original Second Monthly.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees <sup>4</sup>	Approved Expenses
11/18/08	10/01/08-10/31/08	\$46,804.00	\$566.87	\$37,448.20	\$566.87
01/06/09	11/01/08-11/30/08	\$18,141.00	\$293.58	\$14,512.80	\$293.58
01/29/09	12/01/08-12/31/08	\$5,222.00	\$101.31	\$4,177.00	\$101.31
02/19/09	01/01/09-01/31/09	\$7,232.00	\$34.48	\$5,785.60	\$34.48
03/19/09	02/01/09-02/28/09	\$20,934.00	\$217.02	\$16,747.20	\$217.02
04/16/09	03/01/09-03/31/09	\$29,166.00	\$674.25	\$23,332.80	\$674.25
06/02/09	04/01/09-04/30/09	\$18,798.50	\$37.33	\$15,038.80	\$37.33
06/16/09	05/01/09-05/31/09	\$5,743.00	\$28.75	\$4,594.40	\$28.75
07/22/09	06/01/09-06/30/09	\$8,340.50	\$145.70	\$6,672.40	\$145.70
08/21/09	07/01/09-07/31/09	\$15,320.52	\$200.52	\$12,256.42	\$200.52
09/23/09	08/01/09-08/31/09	\$3,558.00	\$57.51	\$2,846.40	\$57.51
10/26/09	09/01/09-09/30/09	\$32,965.50	\$926.42	\$26,372.40	\$926.42
12/02/09	10/01/09-10/31/09	\$50,301.50	\$485.51	\$40,241.20	\$485.51
12/17/09	11/01/09-11/30/09	\$29,593.50	\$214.69	\$23,674.80	\$214.69
02/02/10	12/01/09-12/31/09	\$80,158.50	\$535.59	\$64,126.80	\$535.59
02/23/10	01/01/10-01/31/10	\$80,809.50	\$556.77	\$64,647.60	\$556.77
03/31/10	02/01/10-02/28/10	\$96,649.00	\$3,072.97	\$77,319.20	\$3,072.97
04/28/10	03/01/10-03/31/10	\$9,870.50	\$199.07	\$7,824.40	\$199.07
06/02/10	04/01/10-04/30/10	\$2,585.00	\$65.10	\$2,068.00	\$65.10
07/07/10	05/01/10-05/31/10	\$1,876.50	\$74.52	\$1,501.20	\$74.52
08/06/10	06/01/10-06/30/10	\$505.00	\$30.81	\$404.00	\$30.81
09/07/10	07/01/10-07/31/10	\$7,259.00	\$30.67	\$5,807.20	\$30.67
10/13/10	08/01/10-08/31/10	\$4,319.50	\$219.33	\$3,455.60	\$219.33
11/01/10	09/01/10-09/30/10	\$715.50	\$30.49	\$572.40	\$30.49
12/07/10	10/01/10-10/31/10	\$1,019.50	\$30.67	\$1,019.50	\$30.67
01/04/11	11/01/10-11/30/10	\$1,774.50	\$61.62	\$1,774.50	\$61.62
02/02/11	12/01/10-12/31/10	\$7,476.50	\$109.54	\$7,476.50	\$109.54
03/07/11	01/01/11-01/31/11	\$16,190.00	\$265.67	\$16,190.00	\$265.67
04/07/11	02/01/11-02/28/11	\$10,759.00	\$84.93	\$10,759.00	\$84.93
04/26/11	03/01/11-03/31/11	\$38,163.00	\$409.84	\$38,163.00	\$409.84
05/18/11	04/01/11-04/30/11	\$37,330.00	\$630.97	\$37,330.00	\$630.97
06/13/11	05/01/11-05/31/11	\$1,789.00	\$0.00	\$1,789.00	\$0.00
7/20/2011	06/01/11-06/30/11	\$803.00	\$34.60	\$803.00	\$34.60
08/22/2001	07/01/11-07/31/11	\$1,894.00	\$169.88	\$1,894.00	\$169.88
09/29/2011		\$10,965.00	\$211.22	\$10,965.00	\$211.22

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees <sup>4</sup>	Approved Expenses
10/24/2011	09/01/11-09/30/11	\$2,014.00	\$76.19	\$2,014.00	\$76.19
11/11/2011	10/01/11-10/31/11	\$1,692.00	\$47.27	\$1,353.60	\$47.27
12/21/2011	11/01/11-11/30/11	\$2,068.00	\$101.73	\$1,654.40	\$101.73
01/30/2012	12/01/11-12/31/11	\$705.00	\$34.96	\$564.00	\$34.96
03/07/2012	01/01/12-01/31/12	\$6,276.50	\$0.00	\$5,01.20	\$0.00
03/15/2012	02/01/12-02/29/12	\$9,475.00	\$279.00	\$7,580.00	\$279.00
05/07/2012	03/01/11-03/31/11	\$985.00	\$104.09	\$788.00	\$104.09
06/05/2012	04/01/11-04/30/11	\$1,934.00	\$0.00	\$1,547.20	\$0.00
06/22/2012	05/01/12-05/31/12	\$2,787.00	\$72.48	\$2,229.60	\$72.48
09/22/2012	06/01/12-06/30/12	\$975.00	\$36.24	\$780.00	\$36.24
11/28/2012	07/01/12-08/31/12	\$8,175.50	\$235.94	\$6,540.40	\$235.94
12/21/2012	10/01/12-10/31/12	\$735.50	\$23.94	\$588.40	\$23.94
06/13/2013	11/01/12-11/30/12	\$75.00	\$45.33	\$60.00	\$45.33
07/11/2013	12/01/12-12/31/12	\$2,487.37	0.00	\$1,989.89	0.00
09/09/2013	01/01/13-01/31/13	\$2,822.50	\$35.93	\$2,258.00	\$35.93
11/05/2013	01/02/13-02/28/13	\$4,067.50	\$134.40	\$3,254.00	\$134.40
01/09/14	03/01/13-05/31/13	\$910.00	0.00	\$728.00	0.00
02/06/14	06/30/13-06/30/13	\$1,816.00	\$35.89	\$1,452.80	\$35.89
02/26/14	07/01/13-07/31/13	\$3,641.00	\$192.07	\$2,912.80	\$192.07
03/21/14	08/01/13-08/31/13	\$2,201.50	0.00	\$1,761.20	0.00
04/14/14	09/01/13-09/30/14	\$342.00	\$36.05	pending	pending

# NR PROFESSIONALS

Name of Professional Individual	Position of the Applicant, Year of Obtaining License to Practice	Hourly Billing Rate	Hours Billed <sup>6</sup>	Compensation
Vasuda Sinha	Associate, Year of Call to the Ontario Bar – 2008	\$410.00	0.20	\$82.00
Lisa Hagglund	Litigation Law Clerk	\$260.00	1.60	\$416.00

<sup>&</sup>lt;sup>6</sup> Some professional time that was spent during the Interim Period may be reflected in a subsequent application and some professional time that was spent during the previous Interim Period may be reflected in this Application.

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Total Fees:

\$498.00

Total Hours:

1.80 hrs

Blended Rate:

\$276.00

## TASK CODE SUMMARY

	Project Category	Billed Hours	Fees Requested
0001	Chapter 11 Proceedings, General Matters	1.2	\$342.00
Total		1.2	\$342.00

#### **EXPENSE SUMMARY**

Invoice No. 1228995 (Chapter 11 Proceedings, General Matters – File No. 01016442-0001)

Description	Timekeeper	Amount
Copies		\$1.20

Expense Category	Total Expenses
Copies	\$1.20

WHEREFORE, NR respectfully requests that (a) an allowance be made to it, as fully described above for (i) 80% of the amount of \$498.00 for reasonable and necessary professional

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services that NR has rendered to the Debtors during the Fee Period; and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by NR during the Fee Period, \$1.20 (b) fees are payable as administrative expenses of the Debtors' estates; and (c) this Court grant such further relief as is equitable and just.

Dated: May , 2014

NORTON ROSE FULBRIGHT CANADA LLP

Vasuda Sinha LSUC#: 55005B

Royal Bank Plaza, South Tower, Suite 3800 200 Bay Street, P.O. Box 84, Toronto, ON

M5J 2Z4, Canada

Telephone: (416) 216-3921 Facsimile: (416) 216-3930

Special Counsel for the Debtors and Debtors in Possession

## VERIFICATION

PROVINCE OF ONTARIO:

CITY OF TORONTO

Vasuda Sinha, after being duly sworn according to law, deposes and says:

(a) I am an associate with the law firm of Norton Rose Fulbright Canada LLP ("NR").

(b) I am familiar with the legal services rendered by NR as special counsel to the Debtor and Debtors in Possession by the lawyers and paraprofessionals of NR.

(c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I submit that I have been duly advised by our agent James O'Neill with the law firm of Pachulski, Stang, Ziehl & Jones LLP that the Application substantially complies with Local Bankruptcy Rules for the District of Delaware.

SWORN AND SUBSCRIBED before me this 2 day of May, 2014.

A Commissioner for Taking

Affidavits

Kimberly Arme Grange, a Commissioner, etc., Province of Ontario, while a Student-at-law. Expires May 3, 2015. Vasuda Sinha

# IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
W. R. GRACE & CO., <u>et al.</u> , <sup>7</sup>	)	Case No. 01-1139 (JKF) Jointly Administered
Debtors.	)	Objection Date: May 5, 2014 4:00 p.m.
		Hearing Deadline: to be scheduled, if necessary

FEE DETAIL FOR NORTON ROSE FULBRIGHT CANADA LLP'S SEVENTY EIGHTH MONTFILY FEE APPLICATION FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD FROM OCTOBER 1, 2013 THROUGH OCTOBER 31, 2013

<sup>&</sup>lt;sup>7</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food' N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewcy and Almy, LLC (f/k/a Dewcy and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a. British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

# NORTON ROSE FULBRIGHT

#### INVOICE

Invoice Number:

1318918

Date:

November 12, 2013

Client:

W.R. GRACE & CO.

RE:

Chapter 11 Proceedings, General

Matters

Matter No:

01016442-0001

100035

Samistora & Solicibre / Patent & Trado-mark Agents

Norton Rose Fulbright Canada LLP TD South Tower, Suite 2300 Toronto-Dominion Centre

79 Wellington Street West, P.O. Box 128 Toronto, Ontario M5K 1H1 CANADA

T: +1 416.360.8511 F: +1 416.360.8277

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W.R. GRACE & CO. 7500 Grace Drive Columbia, Maryland 21044 U.S.A.

Attention:

Richard C. Finke

Assistant General Counsel-Litigation

GST: R111340006

For professional services rendered and disbursements incurred for the period ending October 31, 2013.	
FEES	498.00
DISBURSEMENTS (Taxable)	0.00
DISBURSEMENTS (Non Taxable)	1.20
NET	499.20
GST	0.00
TOTAL FOR THIS INVOICE IN CANADIAN DOLLARS	\$499.20

Please note that interest at the rate of 1.3% per annum may be charged on any invoice that is not paid in full within 30 days from the date on which it was issued.

# NORTON ROSE FULBRIGHT

W.R. GRACE & CO.

01016442-0001

RE:

Chapter 11 Proceedings, General Matters

#### **FEE DETAIL**

Date	Timekeeper	Description	Hours	Amount
1/10/13	Lisa Hagglund	Preparing draft of 72nd Monthly fee application (0.3). Email to US counsel for NCO regarding 71st Monthly fee application (0.2).	0.50	130.00
3/10/13	Lisa Hagglund	Finalizing draft 72 Monthly fee application and forward to counsel for review and signature.	0.20	52.00
4/10/13	Lisa Hagglund	Forwarding 72nd monthly fee application to client for review and to counsel in US for approval.	0.20	52.00
8/10/13	Lisa Hagglund	Follow up with US counsel regarding 72 Fee Application.	0.20	52.00
9/10/13	Lisa Hagglund	Finalizing documents for fee application (0.2). Forward to US Counsel for filing (0.2). Forwarding to fee auditor (0.1).	0.50	130.00
21/10/13	Vasuda Sinha	Email correspondence with D. Harrison in respect of status of Canadian proceedings.	0.20	82.00
		TOTAL FEES	CAD \$498.00	
DISBURSEMENTS - NON TAXABLE				
Copies		TOTAL	(	1.20 CAD \$1.20

INVOICE: 1318918